

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CITY OF PROVIDENCE, RHODE ISLAND,
PLUMBERS AND PIPEFITTERS
NATIONAL PENSION FUND,
EMPLOYEES' RETIREMENT SYSTEM OF
THE GOVERNMENT OF THE VIRGIN
ISLANDS, STATE-BOSTON RETIREMENT
SYSTEM, AND FÖRSTA AP-FONDEN,
individually and on behalf of all others
similarly situated,

Plaintiffs,

v.

BATS GLOBAL MARKETS, INC., *et al.*,

Defendants.

**Civil Action No. 1:14-cv-02811-JMF
(consolidated)**

**EXCHANGE DEFENDANTS' NOTICE OF MOTION
TO DISMISS THE CONSOLIDATED AMENDED COMPLAINT**

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law dated November 3, 2014, Defendants BATS Global Markets, Inc., Chicago Stock Exchange, Inc., Direct Edge ECN, LLC, The NASDAQ Stock Market LLC, NASDAQ OMX BX, Inc., New York Stock Exchange, LLC, and NYSE Arca, Inc. ("Exchanges"), by and through undersigned counsel, hereby move this Court, before the Honorable Jesse M. Furman, United States District Judge, at the Thurgood Marshall United States Courthouse, 40 Foley Square, New York, New York 10007-1312, at a date and time to be determined by the Court, for an order pursuant to Federal Rules of Civil Procedure 12(b)(1) and 12(b)(6) dismissing the consolidated amended complaint in the above-captioned action for lack of subject matter jurisdiction and failure to state a claim upon which relief can be granted.

November 3, 2014

Respectfully submitted,

By: /s/ Douglas R. Cox

Douglas R. Cox
GIBSON, DUNN & CRUTCHER LLP
1050 Connecticut Avenue NW
Washington, DC 20036
Telephone: (202) 955-8500
Facsimile: (202) 530-9539
DCox@gibsondunn.com

*Counsel for The NASDAQ Stock Market LLC and
NASDAQ OMX BX, Inc.*

By: /s/ George A. Borden (with permission)

George A. Borden
Steve M. Farina (admitted *pro hac vice*)
Jessica L. Pahl (admitted *pro hac vice*)
WILLIAMS & CONNOLLY LLP
725 Twelfth Street NW
Washington, DC 20005
Telephone: (202) 434-5000
Facsimile: (202) 434-5029
GBorden@wc.com
SFarina@wc.com
JLPahl@wc.com

*Counsel for Defendants New York Stock Exchange
LLC and NYSE Arca, Inc.*

By: /s/ James A. Murphy (with permission)

James A. Murphy
Joseph C. Lombard (admitted *pro hac vice*)
Theodore R. Snyder
MURPHY & McGONIGLE, PC
1185 Avenue of the Americas, 21st Floor
New York, NY 10036
Telephone: (212) 880-3968
Facsimile: (212) 880-3998
James.Murphy@mmlawus.com
Joseph.Lombard@mmlawus.com
Theodore.Snyder@mmlawus.com

*Counsel for BATS Global Markets, Inc. and Direct
Edge ECN, LLC*

By: /s/ Seth L. Levine (with permission)

Seth L. Levine

Christos Papapetrou

LEVINE LEE LLP

666 Fifth Avenue

New York, NY 10103

Telephone: (212) 223-4400

Facsimile: (212) 223-4425

SLevine@levinelee.com

CPapapetrou@levinelee.com

Counsel for Chicago Stock Exchange, Inc.